

Division of Corporations

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Florida Department of State

Division of Corporations

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TALLAHASSEE, FLORIDA

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FLORIDA NON-PROFIT CORPORATION

Eleos - The Care Network, Inc.

Table with 2 columns: Description and Value. Rows include Certificate of Status (1), Certified Copy (0), Page Count (05/6), and Estimated Charge (\$78.75).

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**ARTICLES OF INCORPORATION
OF
ELEOS - THE CARE NETWORK, INC.
A FLORIDA NONPROFIT CORPORATION**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

**ARTICLE I
Name and Address**

The name of this Corporation is:

Eleos - The Care Network, Inc.

The mailing address and street address of the Corporation are:

**14376 Colonial Grand Blvd. # 2307
Orlando, FL 32837**

**ARTICLE II
Term of Existence**

This Corporation shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

**ARTICLE III
Purpose**

A) This Corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of the corporation are for the purpose of transacting any and all lawful business.

B) Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distribution to organizations that

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qualify as exempt organizations under section 501 C (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 C (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 C (2) of the Internal Revenue Code, or corresponding section of any future federal tax code. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 C (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV
Manner of Election of Members

The corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote.

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ARTICLE V
Nonstock Basis

The Corporation is organized (and shall be operated) on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the Bylaws.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is:

14376 Colonial Grand Blvd. # 2307
Orlando, FL 32837

and the name of its registered agent at such address is:

Jim Hukill

ARTICLE VII
Initial Board of Directors

This Corporation shall have Three director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than three (3). The name and address of the initial directors of this Corporation is:

Name and Address

Jim Hukill
14376 Colonial Grand Blvd. # 2307
Orlando, FL 32837

Rev. Mike Rakes
14376 Colonial Grand Blvd. # 2307
Orlando, FL 32837

Johnny Moffitt
14376 Colonial Grand Blvd. # 2307
Orlando, FL 32837

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ARTICLE VIII
Incorporator

The name and address of the person signing these Articles are:

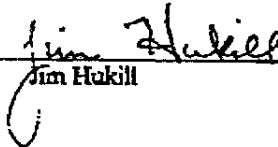
Name and Address

Jim Hukill
14376 Colonial Grand Blvd. # 2307
Orlando, FL 32837

ARTICLE IX
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this day, Tuesday, November 10, 1998.



Jim Hukill

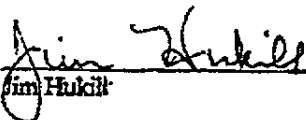
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ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: November 10, 1998



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